

IN THE UNITED STATES DISTRICT COURT FOR THE
DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA,

Plaintiff,

v.

PEARSON PLC,
PEARSON EDUCATION INC.,
REED ELSEVIER PLC,
REED ELSEVIER NV, and
HARCOURT ASSESSMENT INC.,

Defendants.

Case No. 1:08-cv-00143-CKK

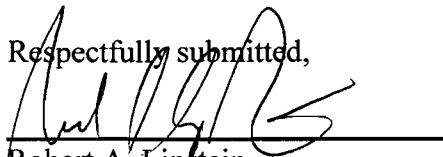
**CERTIFICATE REQUIRED BY LCVR 7.1 OF THE LOCAL RULES OF THE UNITED
STATES DISTRICT COURT FOR THE DISTRICT OF COLUMBIA**

I, the undersigned, counsel of record for Reed Elsevier PLC, Reed Elsevier NV, and
Harcourt Assessment Inc. (collectively Reed Elsevier), certify that to the best of my knowledge
and belief, the following are parent companies, subsidiaries or affiliates of Reed Elsevier which
have any outstanding securities in the hands of the public:

Reed Elsevier PLC
Reed Elsevier NV

These representations are made in order that judges of this court may determine the
need for recusal.

Respectfully submitted,



Robert A. Lipstein

D.C. Bar #253724

Crowell & Moring LLP

1001 Pennsylvania Ave, NW

Washington, D.C. 20004

*Attorney for Defendants Reed Elsevier
PLC; Reed Elsevier NV and Harcourt
Assessment, Inc.*

Dated: February 1, 2008

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DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA,

Plaintiff,

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Case No. 1:08-cv-00143-CKK

PEARSON PLC,
PEARSON EDUCATION INC.,
REED ELSEVIER PLC,
REED ELSEVIER NV, and
HARCOURT ASSESSMENT INC.,

Defendants.

**REPORT AND CERTIFICATION OF COMPLIANCE WITH TUNNEY ACT
REQUIREMENTS ON BEHALF OF DEFENDANTS REED ELSEVIER PLC, REED
ELSEVIER NV, AND HARCOURT ASSESSMENT INC.**

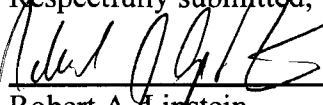
Pursuant to 15 U.S.C. § 16(g) (the Tunney Act), defendants Reed Elsevier PLC, Reed Elsevier NV, and Harcourt Assessment Inc. (collectively Reed Elsevier), by its attorneys, submit the following description and certification of all written or oral communications by or on behalf of Reed Elsevier with any officer or employee of the United States concerning or relevant to the proposed Final Judgment filed in this action on January 24, 2008. In accordance with Section 16(g), this description excludes any communications by outside counsel alone with employees of the Department of Justice alone.

1. On September 6, 2007, Ms. Susan Middleton, Sr. Director, Strategy & Business Development, Harcourt Assessment Inc., and Mr. David Shafer, Product Line Manager, Harcourt Assessment Inc., met with Mr. Damon J. Kalt, Mr. Sanford M. Adler, and Mr. John C. Filippini, along with other employees of the U.S. Department of Justice Antitrust Division Networks and Technology Enforcement Section, to discuss the Emotional Assessment System, one of the divestiture assets.

2. On October 29, 2007, Mr. Aurelio Prifitera, President-Clinical, Harcourt Assessment Inc., met with Mr. Kalt, Mr. Adler, and Mr. Filippini, along with other employees of the U.S. Department of Justice Antitrust Division Networks and Technology Enforcement Section, regarding the divestiture assets, specifically the Emotional Assessment System and the Adaptive Behavior Assessment System.

Defendant Reed Elsevier hereby certifies that this description of communications by or on behalf of Reed Elsevier is true and correct and includes all of the communications about which Reed Elsevier knows or should have known, and that with this filing, Reed Elsevier has satisfied the requirements of Section 16(g).

Respectfully submitted,



Robert A. Lipstein

D.C. Bar #253724

Crowell & Moring LLP

1001 Pennsylvania Ave, NW

Washington, D.C. 20004

*Attorney for Defendants Reed Elsevier
PLC; Reed Elsevier NV and Harcourt
Assessment, Inc.*

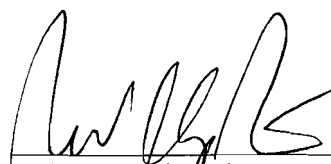
Dated: February 1, 2008

CERTIFICATE OF SERVICE

I, Robert A. Lipstein, hereby certify that, on February 1, 2008, I caused a copy of the foregoing Report and Certification of Compliance with Tunney Act Requirements on Behalf of Defendants Reed Elsevier PLC, Reed Elsevier NV, and Harcourt Assessment Inc., to be served by first-class mail on the following:

Damon J. Kalt, Esq.
U.S. Department of Justice
Antitrust Division
Networks and Technology Enforcement Section
600 E. St., N.W., Suite 9500
Washington, D.C. 20530

Harry T. Robins, Esq.
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Robert A. Lipstein